

**BRISTOL COUNTY WATER AUTHORITY
LEGISLATIVE STUDY COMMITTEE MEETING
TUESDAY, NOVEMBER 1, 2011
BEGINNING AT 7:00 O'CLOCK PM
WARREN TOWN HALL
COUNCIL CHAMBERS
514 MAIN STREET WARREN RI**

1. Discussion and action creating calendar schedule for committee meetings.

The committee will meet at 7:00 p.m. on Thursday, November 17, 2011 and Tuesday November 29, 2011 in the Warren Council Chambers

2. Discussion and action regarding legislative amendments to the Bristol County Water Authority statute.

Issues identified by the committee are:

1. Mechanism for removing directors, i.e., how can the councils monitor and control the people they appoint as directors. What should the criteria be for performance of directors, i.e., attendance, participation at board meetings, filing of weekly or monthly reports with the city/town councils? What can councils do to remove directors if and when it becomes necessary? What should the mechanism be and how should it be triggered.

2. Term limits, i.e., a cap on the term of the directors, to promote broader participation by citizens, avoid cronyism and give councils another way to manage effectiveness of directors. What should the term limits be?

3. Requirement of a super majority of seven (7) directors to approve certain functions of the authority. Is it really necessary, or, with enough checks and balances, can the number be reduced to a simple majority. Is the threat of two municipalities ganging up on the third municipality real or imagined?

4. Appointment of chairman and vice chairman. Should the vice chairman be appointed by the chairman or should that person also be appointed by the councils. Again, a method of permitting the councils to maintain control over the directors.

5. Recall mechanism. Should there be a mechanism in place to recall directors if necessary and if so what should it be. This goes back to Issue #1.

6. Political affiliation. Just how important is it that directors be from different parties. What does this mean when so many voters are independent? What if the most qualified people come from the same party? If all directors are acting in the best interest of ratepayers, why should political affiliation matter?

7. Keeping the board separate from day to day management. How do we prevent the authority from being run by the directors and not the executive director and staff? In other words, how should the statute and/or bylaws be amended to make it clear what the roles are of the directors and the professional staff (separation of powers!). This may

also involve clarifying and rewriting the organizational chart and/or providing job descriptions for the executive director and/or his staff.

8. Compensation of directors. How much compensation if any is necessary and what must directors do to earn compensation if any is going to continue to be provided. What can be done to discourage people from serving on the board only because there is compensation involved? Perhaps there should be no compensation.

9. Access to public records and open meetings act. All actions of the directors and the authority must conform to state and federal law, so what should the consequences be when this does not happen. Do the people who work for the authority or sit on the board even know what state law is? If not, what should be done about it?

10. Compensation of legal counsel. What is the going rate and when was the last time the authority went out to bid. And if it has never gone out to bid, why? Perhaps, the authority should be made subject to the state purchasing act. Is there an exception for hiring outside legal counsel under the act? To be researched.

11. Rate increase practices. Should the authority be subject to the PUC and if not what mechanisms must be put in place to manage and control rate increases?

12. Amendment of Bylaws – is it necessary to have unanimous approval of directors, or would a majority or supermajority be sufficient? Greater flexibility to amend bylaws would enhance Directors' ability to make adjustments to organizational structure and other day-to-day issues without adding changes that must be

adopted by the General Assembly. Bylaws right now require unanimous approval, so we may need to change this legislatively.

13. Given the amendment of the original enabling legislation, what is left? Should we recommend new enabling legislation, or just amendments to what currently exists?

JULIE A. COELHO, CMC

Council Clerk/Secretary Pro Tempore